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7 BEFORE THE INSURANCE COMMISSIONER
8 OF THE STATE OF WASHINGTON

9 In the Matter of the Application
10 regarding the Conversion and
11 Acquisition of Control of Premera Blue
12 Cross and its Affiliates.

No. G 02-45

PREMERA'S DISCLOSURE
OF FACT WITNESSES

13 In compliance with the Commissioner's Thirteenth Order herein, Premera provides
14 the following list, in alphabetical order, of the fact witnesses it may call at the Conversion
15 Hearing:

16 Brian Ancell	Executive Vice President, Strategic Development and Health Care Services
17 H.R. Brereton ("Gubby") Barlow	President and Chief Executive Officer
18 Roki Chauhan	Vice President and Medical Director
19 Barbara Dingfield	Consultant
20 Heyward Donigan	Executive Vice President, Chief Marketing Executive
21 Pat Fahey	Board Member
22 Rick Fox	Board Member
23 John Golhoffer	Board Member
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PREMERA'S DISCLOSURE OF FACT
WITNESSES - 1

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Audrey Halvorson

Senior Vice President, Chief Actuary

Sally Jewell

Board Member

Kent Marquardt

Executive Vice President,
Chief Financial Officer

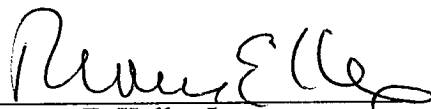
Alan Smit

Senior Vice President,
Chief Information Officer

If and to the extent that issues pertaining to Premera's Alaska operations are permitted by the Commissioner to be raised in this proceeding, Premera reserves the right to call additional fact witnesses to address such issues.

DATED this 17th day of November, 2003.

PRESTON GATES & ELLIS LLP

By 
Thomas E. Kelly, Jr., WSBA # 05690
Robert B. Mitchell, WSBA # 10874
Attorneys for Applicant PREMERA
and Premera Blue Cross

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PREMERA'S DISCLOSURE OF FACT
WITNESSES - 2

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